

**SILLS CUMMIS & GROSS P.C.**

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Newark, New Jersey 07102-5400

(973) 643-7000

Attorneys for Defendants Peter S. Knight,  
Ronald M. Nordmann, Thomas P. Rice,  
Melvin Sharoky, Joseph E. Smith, Patrick J.  
Zenner, Par Pharmaceutical Companies, Inc.,  
and Patrick G. LePore

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

ROBERT DUVALL, Individually and On :  
Behalf Of All Others Similarly Situated :

Plaintiff, :

v. :

PAR PHARMACEUTICAL COMPANIES, :  
INC., PETER S. KNIGHT, PATRICK G. :  
LEPORE, RONALD M. NORDMANN, :  
THOMAS P. RICE, MELVIN SHAROKY :  
JOSEPH E. SMITH, PATRICK J. :  
ZENNER, TPG CAPITAL, L.P., SKY :  
GROWTH HOLDINGS CORPORATION :  
and SKY GROWTH ACQUISITION :  
CORPORATION, :

Defendants. :

Civil Action No. 12-5109 (SRC-CLW)

Honorable Stanley R. Chesler

**CONSENT ORDER FOR  
CONSOLIDATION**

SARATOGA ADVANTAGE TRUST :  
HEALTH & BIOTECHNOLOGY :  
PORTFOLIO, Individually and on :  
Behalf of All Others Similarly Situated :

Plaintiff, :

v. :

PAR PHARMACEUTICAL COMPANIES, :  
INC., PETER S. KNIGHT, PATRICK G. :  
LEPORE, RONALD M. NORDMANN, :

Civil Action No. 12-5652 (SRC-CLW)

Honorable Stanley R. Chesler

THOMAS P. RICE, MELVIN SHAROKY :  
JOSEPH E. SMITH, PATRICK J.  
ZENNER, TPG CAPITAL, L.P., SKY :  
GROWTH HOLDINGS CORPORATION  
and SKY GROWTH ACQUISITION :  
CORPORATION,

Defendants.

WHEREAS, the parties in the above-captioned actions have consented to the consolidation of both actions for all purposes; and

WHEREAS, Plaintiffs in both actions have expressed a desire to combine the allegations in each action in a Consolidated Amended Class Action Complaint; and

WHEREAS, in order to provide an orderly process for the adjudication of the consolidated action, defendants in *Duvall v. Par Pharmaceutical Companies, Inc.* (the “Duvall” Action) agree to withdraw their pending Motion to Dismiss the Complaint (Docket No. 33); and

WHEREAS, the defendants intend to move to dismiss the Consolidated Amended Class Action Complaint following its filing; and

It appearing that this Consent Order has been consented to by all parties in both actions, and for good cause shown;

IT IS ON THIS 26<sup>th</sup> day of OCTOBER 2012,

ORDERED as follows:

1. The above-captioned actions be and hereby are consolidated for all purposes under Civil Action No. 12-5109.

2. Plaintiffs shall file a Consolidated Amended Class Action Complaint with the Court, bearing Civil Action No. 12-5109, on or before November 2, 2012.


3. Defendants' Motion to Dismiss the Complaint in the *Duvall* Action, Docket No. 33, is withdrawn without prejudice to renew, pending the filing of the Consolidated Amended Class Action Complaint.

4. Defendants shall file their Motion to Dismiss the Consolidated Amended Class Action Complaint on or before December 3, 2012.

5. Plaintiffs shall file their opposition to the Motion to Dismiss the Consolidated Amended Class Action Complaint on or before December 20, 2012.

6. Defendants shall file their reply in further support of their Motion to Dismiss the Consolidated Amended Class Action Complaint on or before January 22, 2013.

7. Defendants' One Forum Motion, pending in the *Duvall* Action (Docket No. 14), currently returnable October 31, 2012, is withdrawn in its current form, without prejudice to renew.



HON. STANLEY R. CHESLER  
United States District Judge

We hereby consent to the form and  
Entry of the within Order:

SILLS CUMMIS & GROSS P.C.  
Attorneys for Defendants Peter S. Knight,  
Ronald M. Nordmann, Thomas P. Rice,  
Melvin Sharoky, Joseph E. Smith, Patrick J.  
Zenner, Par Pharmaceutical Companies, Inc.,  
and Patrick G. LePore

PASHMAN STEIN, P.C.  
Attorneys for Plaintiff Robert Duvall

By: /s/ Jeffrey J. Greenbaum  
JEFFREY J. GREENBAUM

By: /s/ John T. Whipple  
JOHN T. WHIPPLE

Dated: October 22, 2012

Dated: October 22, 2012

THE WOLF LAW FIRM, LLC  
Attorneys for Plaintiff Saratoga Advantage  
Trust Health & Biotechnology Portfolio

ROPES & GRAY LLP  
Attorneys for Defendants TPG Capital, LP,  
Sky Growth Holdings Corporation, and Sky  
Growth Acquisition Corporation

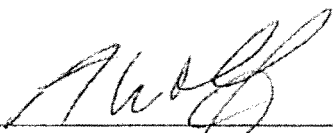
By: \_\_\_\_\_  
ANDREW R. WOLF

By: /s/ Adam M. Saltzman  
ADAM M. SALTZMAN

Dated:

Dated: October 22, 2012

THE WOLF LAW FIRM, LLC  
Attorneys for Plaintiff Saratoga Advantage  
Trust Health & Biotechnology Portfolio

By:   
ANDREW R. WOLF

Dated: 10/19/12

ROPES & GRAY LLP  
Attorneys for Defendants TPG Capital, LP,  
Sky Growth Holdings Corporation, and Sky  
Growth Acquisition Corporation

By: \_\_\_\_\_  
ADAM M. SALTZMAN

Dated: